

Edgar Filing: BANK OF NEW YORK CO INC - Form 424B2

BANK OF NEW YORK CO INC

Form 424B2

September 26, 2006

Filed under Rule 424 (b) (2), Registration Statement No. 333-134738, 333-134738-01, 333-134738-02, 333-134738-03, 333-134738-04 and 333-134738-05

Pricing Supplement No. 14 - dated September 22, 2006,
(To prospectus dated June 5, 2006 and
prospectus supplement dated June 15, 2006)

The Bank of New York Company, Inc. [LOGO]

The Bank of New York Company, Inc.
\$1,000,000,000

The Bank of New York Company, Inc. CoreNotes(Registered Service Mark)

CUSIP Number	Aggregate Principal Amount	Price to Public (1)	Purchasing Agent's Discount (1)	Proceeds Before Expenses (1)
0640P1JL8	\$11,850,000	100%	2.00%	98.00%

Interest Rate Per Annum	Interest Payment Frequency	Stated Maturity Date	Survivor's Option
6.00%	Semiannual	9/15/2021	Yes

Senior Subordinated Medium-Term Notes, Series I

Interest Payment Dates: The 15th day of March and September of each year commencing 03/15/2007.

Redemption Information: Redeemable at the option of The Bank of New York Company, Inc. on 09/15/2009 and each Interest Payment Date thereafter, at a price equal to 100% on 30 calendar days notice.

CUSIP Number	Aggregate Principal Amount	Price to Public (1)	Purchasing Agent's Discount (1)	Proceeds Before Expenses (1)
0640P1JM6	\$5,296,000	100%	2.50%	97.50%

Interest Rate Per Annum	Interest Payment Frequency	Stated Maturity Date	Survivor's Option
6.05%	Semiannual	9/15/2031	Yes

Senior Subordinated Medium-Term Notes, Series I

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Interest Payment Dates: The 15th day of March and September of each year commencing 03/15/2007.
Redemption Information: Redeemable at the option of The Bank of New York Company, Inc. on 09/15/2011 and each Interest Payment Date thereafter, at a price equal to 100% on 30 calendar days notice.

The Bank of New York Company, Inc.
One Wall Street
New York, New York 10286

Trade Date: 09/22/2006
Issue Date: 09/27/2006
Minimum Denominations/Increments: \$1,000/\$1,000
Original Issue Discount: No
All trades settle without accrued interest and clear SDFS: DTC Book-Entry only
Merrill Lynch DTC Participant Number: 161

The defeasance and covenant defeasance provisions of the Senior Indenture and the Senior Subordinated Indenture described under "Description of Senior Debt Securities and Senior Subordinated Debt Securities-Legal Defeasance and Covenant Defeasance" in the Prospectus will apply to the Senior and Senior Subordinated Notes respectively.

(1) Expressed as a percentage of the aggregate principal amount

"CoreNotes(Registered Service Mark)" is a registered service mark of Merrill Lynch & Co., Inc.

Merrill Lynch & Co.
Purchasing Agent
Acting as Principal

ly:Times New Roman; font-size:10pt">

11-07-2013

9,718 7.1800 Purchase

11-11-2013

8,124 7.2383 Purchase

11-12-2013

11,876 7.2219 Purchase

11-14-2013

27,581 6.4993 Purchase

11-20-2013

65,200 5.5994 Purchase

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11-20-2013

175,000 6.0000 Purchase

11-21-2013

34,800 5.6000 Purchase

11-22-2013

29,694 5.3400 Purchase

11-25-2013

12,259 5.3486 Purchase

12-02-2013

12,531 5.6002 Purchase

12-04-2013

28,371 5.6964 Purchase

12-05-2013

14,564 5.6383 Purchase

12-09-2013

10,000 5.5500 Purchase

12-11-2013

2,950 5.4000 Purchase

05-09-2014

3,000 4.2920 Purchase

SCA Partners

Trade Date	Quantity	Price per Share	Type of Transaction
02-03-2014	517,000	5.7773	Purchase
02-04-2014	4,610	5.8500	Purchase
02-05-2014	227,246	5.7979	Purchase
02-06-2014	204,092	5.8424	Purchase
02-07-2014	66,809	5.7970	Purchase
02-10-2014	57,500	5.8000	Purchase
02-11-2014	117,900	5.7838	Purchase
02-12-2014	72,188	5.6500	Purchase
02-13-2014	1,400	5.6500	Purchase
02-14-2014	89,438	5.6469	Purchase
03-06-2014	205,721	4.5483	Purchase
03-07-2014	50,000	4.6777	Purchase
03-10-2014	3,662	4.8500	Purchase
03-13-2014	42,649	4.8918	Purchase
03-18-2014	5,300	4.9000	Purchase
03-19-2014	69,961	4.9479	Purchase
03-20-2014	37,300	4.9495	Purchase
03-21-2014	13,000	4.9900	Purchase

Please note that no member of the 402 Parties acquired securities of the Company in 2012.

GOLD PROXY CARD

SPARK NETWORKS, INC. 2014 ANNUAL MEETING OF STOCKHOLDERS:

ANNUAL MEETING OF STOCKHOLDERS

TO BE HELD ON JUNE 18, 2014

THIS PROXY SOLICITATION IS BEING MADE BY OSMIUM CAPITAL I, LP; OSMIUM CAPITAL II, LP; OSMIUM SPARTAN, LP; OSMIUM DIAMOND, LP; OSMIUM PARTNERS, LLC; AND JOHN H. LEWIS (COLLECTIVELY, OSMIUM PARTIES), 402 FUND, LP; SCA PARTNERS, LP; 402 CAPITAL, LLC; AND IAN V. JACOBS (COLLECTIVELY, THE 402 PARTIES) STEPHEN J. DAVIS, MICHAEL J. MCCONNELL, AND WALTER J. TUREK (TOGETHER WITH JOHN H. LEWIS, THE STOCKHOLDER NOMINEES AND COLLECTIVELY WITH THE OSMIUM PARTIES AND THE 402 PARTIES, THE PARTICIPANTS)

THE BOARD OF DIRECTORS OF SPARK NETWORKS, INC. IS NOT SOLICITING THIS PROXY

The undersigned hereby appoints John H. Lewis and Michael J. McConnell as proxies, and hereby authorizes them to represent and to vote, as designated herein, all of the shares of common stock of Spark Networks, Inc. (the Company) that the undersigned is entitled to vote at the Annual Meeting of Stockholders to be held on June 18, 2014 at 9:00 a.m. Pacific Daylight Time at 11355 West Olympic Boulevard, Los Angeles, CA 90064, and at any adjournment or postponement thereof (the Annual Meeting).

The undersigned hereby revoke(s) any other proxy or proxies heretofore given to vote or act with respect to the shares of common stock of the Company held by the undersigned, and hereby ratifies and confirms all action the herein named attorneys and proxies, their substitutes, or any of them may lawfully take by virtue hereof. If properly executed, this Proxy will be voted as directed on the reverse and in the discretion of the herein named attorney and proxy or his substitutes with respect to any other matters as may properly come before the Annual Meeting that are unknown to Osmium Partners a reasonable time before this solicitation.

THIS PROXY WILL BE VOTED IN THE MANNER DIRECTED HEREIN AND UNLESS OTHERWISE DIRECTED, WILL BE VOTED FOR ALL THE NOMINEES NAMED IN PROPOSAL 1; FOR PROPOSAL 2; AGAINST PROPOSAL 3; FOR PROPOSAL 4; AND FOR PROPOSAL 5.

IMPORTANT: PLEASE SIGN AND DATE ON THE REVERSE SIDE.

h PLEASE DETACH ALONG PERFORATED LINE AND MAIL IN THE ENVELOPE PROVIDED. h

EVERY STOCKHOLDER S VOTE IS IMPORTANT

Important Notice Regarding the Availability of Proxy Materials for the

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Annual Stockholders Meeting to Be Held on June 18, 2014.

Osmium Partners Proxy Statement and this GOLD Proxy Card are available at:

www.okapivote.com/osmium

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK. Example: ϕ

WE RECOMMEND A VOTE FOR THE NOMINEES LISTED IN PROPOSAL 1 BELOW.

1 To elect the Osmium Parties four independent director nominees, Stephen J. Davis, John H. Lewis, Michael J. McConnell and Walter J. Turek, to serve as directors on the Board until the 2015 annual meeting of stockholders and until their respective successors are duly elected

- | | |
|--------------------------|---------------------|
| 01) Stephen J. Davis | 02) John H. Lewis |
| 03) Michael J. McConnell | 04) Walter L. Turek |

FOR	WITHHOLD	FOR ALL
ALL	ALL	EXCEPT
..

INSTRUCTIONS: To withhold authority to vote for any individual nominee(s), mark the box **FOR ALL EXCEPT** and write the nominee's number on the line provided below.

The Participants intend to use this proxy to vote (i) **FOR ALL** Nominees. There is no assurance that any of the Company's nominees will serve as a director if any or all of our Nominees are elected to the Board.

WE RECOMMEND A VOTE FOR PROPOSALS 2, 4 AND 5 AND A VOTE AGAINST PROPOSAL 3 BELOW.

		FOR	AGAINST	ABSTAIN
2	To ratify the appointment of Ernst & Young LLP as the independent registered public accounting firm of the Company for the year ending December 31, 2014	..	..	..
3	To consider and act upon a stockholder proposal regarding poison pills, if properly presented at the Annual Meeting	..	..	..
4	To consider a stockholder proposal to amend the Company's Amended and Restated Bylaws to permit stockholders to call special meetings of stockholders, if properly presented at the Annual Meeting	..	..	..
5		..	..	..

To consider a stockholder proposal to amend the Company's Amended and Restated Bylaws to allow beneficial stockholders to submit proposals and nominations for director under the Company's Amended and Restated Bylaws, if properly presented at the Annual Meeting

Signature and Title, if applicable

Date

Signature (if held jointly)

Date

Note: Please sign exactly as your name(s) appear(s) on this Proxy. Joint owners should each sign personally. When signing as attorney, executor, administrator, trustee, officer of corporation or other entity or in another representative capacity, please give the full title under the signature.

PLEASE DETACH ALONG PERFORATED LINE AND MAIL IN THE ENVELOPE PROVIDED.

EASY VOTING OPTIONS: VOTE BY MAIL Vote, sign and date this Proxy Card and return in the postage-paid envelope